

EXHIBIT D

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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IN RE VISA CHECK/MASTERMONEY
ANTITRUST LITIGATION

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ORDER
CV-96-5238 (JG)

JOHN GLEESON, United States District Judge:

In order to determine the efficacy of securitization, Lead Counsel for the plaintiff class ("Lead Counsel") has conducted negotiations with various underwriters. As a result of those efforts, Lead Counsel seeks approval of agreements with Deutsche Bank Securities Inc. and Bear Stearns & Co. Inc that would engage those firms to begin structuring a securitization.

That approval is hereby granted. If Lead Counsel determines that securitization is, in fact, in the best interest of the class, Lead Counsel will seek approval by this Court of the terms and conditions of the transaction. The Court may appoint an expert at that juncture to provide independent advice with regard to any proposed securitization.

So Ordered.

JOHN GLEESON, U.S.D.J.

Dated: August 29, 2006
Brooklyn, New York